



## **POLICY ON DETERMINATION OF LEGITIMATE PURPOSES**

### **BACKGROUND:**

The Company is committed to transparency and fairness in dealing with all stakeholders and in ensuring adherence to SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time ("Regulations"). The Company has adopted the Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of trading by Insiders (hereinafter referred to as the "Code of Conduct") duly approved by the Board of Directors and as amended from time to time.

As per the said Regulations, the Company has also formulated and disseminated on the website, a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (Code of Fair Disclosure) that it would follow.

Pursuant to amendment in the Regulations, the Company notifies that this Policy for determination of Legitimate Purposes (hereinafter referred to as the "Policy") as a part of the Code of Fair Disclosure.

Capitalized terms used in this Policy but not defined herein, have the respective meanings assigned to them in the Code of Conduct and Code of Fair Disclosure.

### **DETERMINATION OF LEGITIMATE PURPOSES FOR SHARING THE UNPUBLISHED PRICE SENSITIVE INFORMATION:**

The term "Legitimate Purpose" shall include sharing of Unpublished Price Sensitive Information in the ordinary course of business by an Insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the Regulations. The Legitimate Purpose shall inter alia include sharing of the Unpublished Price Sensitive Information in relation to the following:

1. Performance of duties or discharge of legal obligations.
2. Sharing the information upon an action, subpoena or order of a court of competent jurisdiction;
3. Sharing the information for any requirement of legal process, regulation or governmental order, decree or as per applicable laws, rules and regulations;
4. Sharing of information with auditors viz. internal auditors, statutory auditors, cost auditors, tax auditors or secretarial auditors in relation to audit or for obtaining any certifications or any other services etc.;

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5. Sharing the information with partners, customers, collaborators and suppliers for entering into contracts or other business prospects which necessitates the same;
6. Sharing of information for the purposes of obtaining regulatory licenses and approvals etc.;
7. Sharing of information in relation to obtaining various credit facilities or loans, giving guarantees or providing security from/to banks, financial institutions or other lenders;
8. Sharing of information with merchant bankers including their counsels and advisors etc. in relation to further issue of any Securities, debentures, ADR/GDR, convertible instruments, QIPs etc.;
9. Sharing information with legal advisors or counsels in relation to any litigations, representations or registering of any intellectual property rights or in relation to obtaining any opinion or advisory services etc.;
10. Sharing information with consultants in relation to any to obtaining any opinion or advisory services etc.;
11. Sharing of information with auditors, counsels, advisors or consultant's taxation related issues;
12. Sharing of information with insolvency professionals or other advisors or consultants in any other important matters of the Company; and
13. Sharing of such information as may be determined by the Managing Director from time to time.

Any person in receipt of unpublished price sensitive information pursuant to a "legitimate purpose" shall be considered an "insider" for purposes of these regulations and due notice shall be given to such persons to maintain confidentiality of such unpublished price sensitive information in compliance with these regulations.

The Employees within the inside area of the Chinese Walls have a responsibility to ensure the Chinese Wall is not breached deliberately or inadvertently. Known or suspected breaches of the Chinese Wall must be referred to the Compliance Officer immediately.

### **POWERS OF BOARD OF DIRECTORS:**

The Board of Directors may modify and also establish further rules and procedures, from time to time, to give effect to the intent of this Policy and to further the objective of good corporate governance

### **DISSEMINATION OF CODE:**

This Code shall be hosted on the website of the Company. Further this code and every amendment made thereto may be intimated to the stock exchanges where the Securities of the Company are listed.

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### DISCLOSURE OF THE POLICY:

The Company shall disclose this Policy on its website. The necessary disclosure, if any, about the Policy will also be made as per the requirements of SEBI LODR Regulations, 2015 and the Companies Act 2013.

### FREQUENCY OF REVIEW OF THE POLICY:

The Board is authorized to review/ change/amend this policy from time to time at its sole discretion and/or in pursuance of any amendments made in the Companies Act, 2013, SEBI LODR Regulations, 2015 and etc.

This Policy is intended to be in conformity with the SEBI LODR Regulations, 2015 as on the date of its adoption. However, if due to subsequent modifications in the SEBI LODR Regulations, 2015, the Act or any other applicable law, a provision of this Policy or any part thereof becomes inconsistent with the SEBI LODR Regulations, 2015, the Act, or any other applicable law, then the provisions of such laws, Listing Regulations as modified, shall prevail.

Description	Adoption Date	Approval by
Adoption of Revised Policy	20.05.2025	Board of Directors